

JKCL/35/SE/2023(BM-2/23)

27<sup>th</sup> May, 2023

<b>The Bombay Stock Exchange Ltd.</b> <b>Corporate Relationship Department,</b> <b>Phiroze Jeejeebhoy Towers,</b> <b>Dalal Street, Fort, Mumbai-400001</b> <b>Scrp Code:532644 (ISIN.INE 823G01014)</b> <b>Through BSE Listing Centre</b>	<b>National Stock Exchange of India Ltd.,</b> <b>Exchange Plaza, Bandra Kurla Complex,</b> <b>Bandra (E), Mumbai-400051</b> <b>Scrp Code: JKCEMENT (ISIN.INE</b> <b>823G01014)</b> <b>Through : NEAPS</b>
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Dear Sir(s),

**Outcome of the Board Meeting**

Pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the Board of Directors of the Company in their Board Meeting held (in hybrid manner of attendance) today has interalia: -

1. Considered, approved and taken on record the audited standalone and consolidated financial results for the quarter and year ended 31<sup>st</sup> March, 2023. Accordingly, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we enclose herewith aforesaid Results along with Auditors' Report. A copy of the above is uploaded in the Company's website [www.jkcement.com](http://www.jkcement.com) and also filed/uploaded on website of BSE and NSE.
2. Recommended Dividend at the rate of Rs.15 per equity share (i.e. 150%) of Rs. 10 each (fully paid up) for the Financial Year 2022-23 for the approval by the Shareholders at the 29<sup>th</sup> Annual General Meeting of the Company.
3. Decided that the Register of Members and Share Transfer Books of the Company will remain closed from Wednesday the 2<sup>nd</sup> August, 2023 to Friday 11<sup>th</sup> August, 2023 (both days inclusive) for the purpose of Payment of Divident and Annual General Meeting.
4. Decided that the 29<sup>th</sup> Annual General Meeting of the Company will be held on Friday the 11<sup>th</sup> August, 2023 through permitted means.
5. Recommended for the approval of Shareholders resolution to raise fund from the date of passing of resolution in 29<sup>th</sup> Annual General Meeting till one year by issue of secured/redeemable non-convertible debentures in one of more series/tranches on private placement basis for an amount upto Rs. 500 crores at an interest rate that will be determined by the prevailing money market conditions at the time of borrowing.
6. The Board took note of Dr. K.B. Agarwal's relinquishment from the close of the Business Hours of 31.03.2023. Considered, approved and recommended to the shareholders (a) re-appointment of Non-Executive, Non-Independent Director Mrs.Sushila Devi Singhania (DIN-00142549) retires by rotation and being eligible offers herself for re-appointment and continue

**Corporate Office**

📍 Prism Tower, 5th Floor, Ninaniya Estate,  
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🌐 www.jkcement.com

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Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)  
Jharli (Haryana) | Ujjain, Katni (M.P.) | Aligarh (U.P.) | Balasinor (Gujarat)



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Directorship after attaining the age of 75 years ; (b) re-appointment of Non-Executive Independent Directors namely Mrs. Deepa Gopalan Wadhwa (DIN-07862942) for 5 years with effect from 03.11.2023, (c) Mr. Ashok Sinha (DIN-00070477) for 5 years with effect from 18.05.2024 and (d) Mr. Saurabh Chandra (DIN-02726077) for 5 years with effect from 18.05.2024 (e ) Continuation of Directorship after attaining the age of 75 years by Mr. Paul Heinz Hugentobler (DIN:00452691) on 14.2.2024;

7. Considered and approved following policies/amendment to the following policies: -
- (a) Investment Policy;
  - (b) Code of Ethics and Business Conduct
  - (c) Performance Evaluation Policy
  - (d) Tax Policy

**The meeting commenced at 12.30 P.M. and concluded at 4 P.M.**

Kindly take a note of the same and inform the Members accordingly.

Yours faithfully,

**For J.K. Cement Ltd.,**



**(Shambhu Singh)**

**Vice President (Legal) & Company Secretary.**

**M. No. FCS 5836**

**Encl.: Annexure and AFR 31.3.23**

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**Annexure**
**Disclosure of information pursuant to Regulation 30 (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015**

Sl. No.	Particulars	Description				
1.	<b>Name</b>	<b>Mrs. Sushila Devi Singhania (DIN:00142549)</b>	<b>Mr. Paul Heinz Hugentobler (DIN:00452691)</b>	<b>Mrs. Deepa Gopalan Wadhwa (DIN:07862942)</b>	<b>Mr. Ashok Sinha (DIN:00070477)</b>	<b>Mr. Saurabh Chandra (DIN:02726077)</b>
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Liabie to retire by Rotation and continuation of directorship having more than 75 years (Seventy Five) of age years	Continuation of Directorship of Mr. Paul Heinz Hugentobler after attaining the age of 75 (Seventy Five) years on 14th February, 2024	Re-appointment as a Non-Executive, Independent Director for Five years effective from 3rd November, 2023	Re-appointment as a Non-Executive, Independent Director for Five years effective from 18th May, 2024	Re-appointment as a Non-Executive, Independent Director for Five years effective from 18 <sup>th</sup> May, 2024
3.	Date of appointment/eessati on (as applicable) & term of appointment	Liabie to retire by Rotation at ensuing Annual General Meeting and continuation of directorship having more than 75 years (Seventy Five) of age years	Continuation of Directorship of Mr. Paul Heinz Hugentobler after attaining the age of 75 (Seventy Five) years on 14 <sup>th</sup> February, 2024	Re-appointment as a Non-Executive, Independent Director for Five years effective from 3rd November, 2023	Re-appointment as a Non-Executive, Independent Director for Five years effective from 18th May, 2024	Re-appointment as a Non-Executive, Independent Director for Five years effective from 18 <sup>th</sup> May, 2024
4.	Brief profile (in case of appointment)	Mrs. Sushila Devi Singhania aged about 87 years is a Non-Executive, Non Independent Director, she has been functioning as a Director of our Company since July 26, 2014. She is a member of Managing Committee of Seth Anandram Jaipuria School, Kanpur, President of Juhari Devi Girls Inter College, Kanpur and President of Juhari Devi Girls Post Graduate College, Kanpur. She has been actively associated with programmes for welfare and upliftment of	of Mr. Paul Heinz Hugentobler, Swiss national, he Joined Holcim Group Support Ltd. as Project Manager in 1980. He graduated in Civil Engineering from Swiss Federal Institute of Technology, Zurich and Economic Science from Graduate School of Economics and Business of St. Gallen.	Mrs. Deepa Gopalan Wadhwa, aged about 67 years has 36 years of Indian Foreign Service (IFS) career behind her. She joined IFS in 1979 and retired in December, 2015. She has served in the Ministry of External Affairs, New Delhi, Indian Council for Cultural Relations and International Labour Organisation. She has served as Ambassador of India to Japan (from 2012-2015), Qatar (from 2009-2012) and Sweden (from 2005-2009). In the context of India's economic priorities, she has vast experience in the promotion of Indian interests in the areas of trade, technology, investment and energy security during her	Mr. Ashok Sinha, aged about 71 years has a B.Tech. degree in Electrical Engineering from the Indian Institute of Technology (IIT), Kanpur (1973) and PGDBM from the Indian Institute of Management (IIM), Bangalore, with specialisation in Finance (1977). He has been conferred the Distinguished Alumnus Award from both IIT Kanpur and IIM Bangalore. He has a wealth of experience, competencies and expertise from his leadership journey as the Chairman and Managing Director of Bharat Petroleum Corporation Ltd. (BPCL), which is	Mr. Saurabh Chandra, aged about 67 years, a B.Tech from IIT Kanpur (First with Distinction), retired as Secretary, Ministry of Petroleum and Natural Gas, Govt. of India and prior there to he served as Secretary in the DIPP, Ministry of Commerce and Industry. He served as Public Interest Director and Chairman of the Governing Board of Multi Commodity Exchange of India Limited and serving as an Independent Director on the Boards of SBI Pension Funds Pvt. Ltd. and Vacmet India Limited. He possesses experience in formulation and implementation of policies in multiple areas and sectors, such as oil and gas, industry &


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		economically weaker sections, children and women and also with religious activities.		postings in Europe, the GCC and Japan.	present across the entire value chain with activities covering exploration and production, refining and marketing oil and gas products.	manufacturing, foreign direct investment, intellectual property, and disinvestment including strategic sales.
5.	Disclosure of relationships between directors (in case of appointment of a director).	Sister of Mr. Sudhir Jalan, Director	NIL	NIL	NIL	NIL
6.	Information as required under Circular No. LIST/COMP/14/20 18-19 & NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively	Mrs. Sushila Devi Singhania (DIN:00142549) is not debarred from holding office of Non-Independent Non-Executive	Mr. Paul Heinz Hugentobler (DIN:00452691) is not debarred from holding office of Non-Independent Non-Executive	Mrs. Deepa Gopalan Wadhwa (DIN:07862942) is not debarred from holding office of an Independent Director.	Mr. Ashok Sinha (DIN:00070477) is not debarred from holding office of an Independent Director.	Mr. Saurabh Chandra (DIN:02726077) is not debarred from holding office of an Independent Director.

Thanking you,

Sincerely  
**For J.K. Cement Ltd.**



**Shambhu Singh**  
**Vice President (Legal) & Company Secretary**  
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